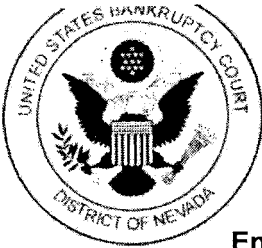


EXHIBIT A



Entered on Docket
May 17, 2011


Hon. Linda B. Riegle
United States Bankruptcy Judge

LEWIS AND ROCA LLP
Robert M. Charles, Jr. (NV 6593)
John Hinderaker (AZ 018024)
Marvin Ruth (NV 10979)
3993 Howard Hughes Parkway, Ste. 600
Las Vegas, Nevada 89169-5996
Telephone (702) 949-8320
Facsimile (702) 949-8321
Email: rcharles@lrlaw.com
jhinderaker@lrlaw.com
mruth@lrlaw.com

Attorneys for USACM Liquidating Trust

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

Debtor.

Case No. BK-S-06-10725-LBR

CHAPTER 11

**Order Sustaining First Omnibus Objection Of
USACM Trust To Proofs Of Claim Based
Entirely Upon Investment In The Ocean
Atlantic Loan**

Hearing Date: May 9, 2011
Hearing Time: 10:30 a.m.

The Court having considered the "First Omnibus Objection Of USACM Trust To Proofs Of Claim Based Entirely Upon Investment in The Ocean Atlantic \$9,425,000 Loan ("Ocean Atlantic Loan ") [DE 8295] (the "Objection"); the Court having heard the Objection on May 9, 2011; appropriate notice of the Objection having been given; no response to the Objection having been filed; the Court noting on the record that the disallowance of the Claims listed on Exhibit A does not affect the direct lenders' rights to

1 be repaid by the borrower or from the collateral securing the Ocean Atlantic Loan; and
2 good cause appearing:

3 **IT IS ORDERED** that:

- 4 1. The Objection [DE 8295] is sustained; and
5 2. The claims listed on **Exhibit A** attached are disallowed to the extent that
6 those claims are based upon an investment in the Ocean Atlantic Loan.

7
8 **PREPARED AND RESPECTFULLY SUBMITTED BY:**

9 **LEWIS AND ROCA LLP**

10
11 By /s/ John Hinderaker
12 Robert M. Charles, Jr.
13 John Hinderaker (*pro hac vice*)
14 3993 Howard Hughes Parkway, Ste. 600
15 Las Vegas, Nevada 89169-5996
Telephone: (702) 949-8320
Facsimile: (702) 949-8321

16 *Attorneys for USACM Liquidating Trust*
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LOCAL RULE 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

_____ This Court has waived the requirement set forth in LR 9021(b)(1).
 XXX No party appeared at the hearing or filed an objection to the motion.

_____ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

Counsel appearing: _____

_____ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order

U.S. Trustee: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input checked="" type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document
Other Party: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document

Submitted by:
 LEWIS AND ROCA LLP

By: /s/ John Hinderaker.
 Attorneys for USACM Liquidating Trust

#

OCEAN ATLANTIC \$9,425,000
SINGLE LOAN CLAIM
EXHIBIT A

Claim	Date Claim was Filed	Name	Address	Total Claim Amount Relating to the Ocean Atlantic \$9,425,000 Loan	Approximate Amount Subject to Objection Because it Relates to an Investment In the Ocean Atlantic \$9,425,000 Loan
10725-00987	11/3/2006	Chai Miller LLC	Po Box 81191 Las Vegas, NV 89180-1191	459,407.54	459,407.54
10725-00284	10/3/2006	G&L Nelson Limited Partnership	Attn. Gary Nelson 11205 Messina Way Reno, NV 89521	309,259.00	309,259.00
10725-02238	1/12/2007	Guptail, Priscilla M & Addy, Priscilla K	21675 Obsidian Ave. Bend, OR 97702	50,000.00	50,000.00
10725-01184	11/10/2006	L And R Saenz Family Trust	C/O Lionel Saenz And Rosario D Saenz Trustees 281 Andover Ridge Ct Henderson, NV 89012-3128	50,000.00	50,000.00
10725-01979	1/10/2007	Manter, John	1449 Tirol Dr Incline Village, NV 89451	50,000.00	50,000.00
10725-01957	1/10/2007	Marjorie Y Berlin	3422 Homestead Drive Wantagh, NY 11793	50,000.00	50,000.00
10725-00891	11/1/2006	Marston Family Trust Dated 8/13/93	E Grace Marston Ttee 1184 Camano Court San Jose, CA 95122	53,090.94	53,090.94
10725-01726	12/11/2006	Pietryk, Jerry & Leeann	3131 Kewanee Lane Naperville, IL 60564-5024	50,000.00	50,000.00

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**OCEAN ATLANTIC \$9,425,000
SINGLE LOAN CLAIM
EXHIBIT A**

Claim	Date Claim was Filed	Name	Address	Total Claim Amount Relating to the Ocean Atlantic \$9,425,000 Loan	Approximate Amount Subject to Objection Because it Relates to an Investment In the Ocean Atlantic \$9,425,000 Loan
10725-01791	12/13/2006	Spring, Donald W & Evelyn Mae	3153 Canyon Oaks Ter Chico, CA 95928-3987	53,025.00	53,025.00
10725-00997	11/6/2006	Tom, Sterling	213 Royal Aberdeen Way Las Vegas, NV 89144	25,000.00	25,000.00

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